

STATE OF IOWA
DEPARTMENT OF COMMERCE
UTILITIES BOARD

IN RE: U S WEST COMMUNICATIONS, INC., AND QWEST INC.	DOCKET NO. SPU-99-27
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**ORDER GRANTING INTERVENTION
AND
ADMISSION PRO HAC VICE**

(Issued October 22, 1999)

On September 20, 1999, Qwest Communications Corp., LCI International Telecom Corp., USLD Communications Inc., Phoenix Network Inc., and Qwest Communications International Inc. (collectively "Qwest"), and U S WEST Inc. filed a "Joint Application" for an order approving the proposed merger of Qwest Inc. and U S WEST, Inc. (collectively, the "Applicants"), pursuant to IOWA CODE §§ 476.76 and 476.77 (1999). The filing has been identified as Docket No. SPU-99-27.

On October 1, 1999, McLeodUSA Telecommunications Services, Inc. (McLeodUSA), filed a petition to intervene in this docket, and on October 5, 1999, Qwest filed a motion for admission pro hac vice, requesting permission for an attorney who is not admitted to practice in Iowa to appear for Qwest in this matter. The Board will grant both motions.

MCLEODUSA'S PETITION TO INTERVENE

In its petition to intervene, McLeodUSA states it has a substantial and direct interest in the subject matter of this proceeding, as it is U S West's largest wholesale customer in Iowa. McLeodUSA also states it possesses a unique interest in this proceeding that requires representation separate and apart from the other parties and cannot be protected by any other means. Finally, McLeodUSA states that its participation in this proceeding may reasonably be expected to assist in the development of a sound record through the presentation of relevant evidence and argument.

McLeodUSA requests intervention with unrestricted rights to participate as a party as its interests may appear.

On October 15, 1999, the Applicants filed a statement of their opposition to McLeodUSA's petition to intervene. Applicants argue that McLeodUSA is attempting to assert a position beyond the statutory scope of this proceeding, namely the quality of service offered by U S West in Iowa. Applicants also argue that McLeodUSA's status as a wholesale customer of U S West "is governed by a contract with U S WEST that is wholly unaffected by this transaction."

The Board will grant the petition to intervene. It appears McLeodUSA's interest as U S West's largest wholesale customer in Iowa is unique and sufficient to justify granting McLeodUSA full intervention with unrestricted rights to participate. The Board is not persuaded by the Applicants' argument that McLeodUSA is

attempting to raise issues beyond the scope of this proceeding; IOWA CODE § 476.77(3) provides that in its review of a proposal for reorganization, the Board may consider (among other things) whether ratepayers or the public interest will be detrimentally affected. McLeodUSA is within the statute when it raises the issue of whether the proposed reorganization will have a detrimental effect on U S West's service quality, a matter that implicates both ratepayer interests and the public interest. Similarly, facts relating to McLeodUSA's experience as a wholesale customer of U S West may be relevant to the potential impact of the proposed reorganization on the development of a competitive marketplace in telecommunications, which again implicates the interests of both ratepayers and the public in general.

QWEST'S MOTION FOR ADMISSION PRO HAC VICE

On October 5, 1999, Qwest filed a motion for admission pro hac vice, requesting admission of Gina Spade to appear as attorney on behalf of Qwest in this proceeding. The motion appears to be in full compliance with IOWA ADMIN. CODE 199-7.2(7)"e" (1999) and includes the written appearance of an Iowa-resident attorney upon whom service may be made in all matters connected with this case. The motion for admission pro hac vice will be granted.

ORDERING CLAUSES

IT IS THEREFORE ORDERED:

1. The petition to intervene filed on October 1, 1999, by McLeodUSA Telecommunications Services, Inc., is granted.

2. The motion for admission pro hac vice filed by Qwest on October 5, 1999, is granted and Gina Spade is authorized to appear in this proceeding as attorney on behalf of the Qwest.

UTILITIES BOARD

/s/ Susan J. Frye

ATTEST:

/s/ Raymond K. Vawter, Jr.
Executive Secretary

/s/ Diane Munns

Dated at Des Moines, Iowa, this 22nd day of October, 1999.